

HENRICHSEN SIEGEL, PLLC

225 Broadway, Suite 1803

New York, New York 10007

(646) 378-4421 (phone)

Chiung-Hui Huang

Neil L. Henrichsen (Pro Hac Vice Admission applied for)

Dawn C. Stewart (Pro Hac Vice Admission applied for)

Counsel to Creditors

Board of Education of Thornton Township High School District No. 205

Board of Education of Thornton Fractional Township High School District No. 215

Board of Education of East Aurora District No. 131

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

PURDUE PHARMA L.P., *et al.*,

Debtors.¹

:
: Chapter 11
:
: Case No. 19-23649 (RDD)
:
: (Jointly Administered)
:

**STIPULATION AND AGREED ORDER RESOLVING MOTION OF
THE BOARD OF EDUCATION OF THORNTON TOWNSHIP HIGH
SCHOOLS, ILLINOIS DISTRICT NO. 205, THE BOARD OF EDUCATION
OF THORNTON FRACTIONAL TOWNSHIP HIGH SCHOOLS, ILLINOIS
DISTRICT NO. 215, AND THE BOARD OF EDUCATION OF EAST AURORA,
ILLINOIS SCHOOL DISTRICT NO. 131'S TO SUBMIT CLAIMS TO MEDIATION**

1. On March 30, 2020, Board of Chicago School District No. 299 (“**Chicago Public Schools**” or “**CPS**”) filed a Motion to Submit Claim to Mediation [ECF No. 998], on behalf of itself

¹ The Debtors in these cases, along with the last four digits of each Debtor’s registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF L.P. (0495), SVC Pharma L.P. (5717) and SVC Pharma Inc. (4014). The Debtors’ corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

and all members of a putative class (the “**Putative Class**”) of independent public school districts it seeks to represent in litigation commenced in November 2019 (against parties other than the Debtors) in the United States District Court for the Northern District of Ohio, Eastern Division, Case No. 1:19-op-46042-DAP, of which the Independent Public School Districts² (IPSD) would be members. Counsel for Chicago Public Schools are also Counsel for the Independent Public School Districts.

2. On April 9, 2020, the IPSD filed a Motion to Join and Support the Motion to Submit Independent Public School Claims to Mediation [ECF No. 1025], requesting that the Court enter an Order granting CPS’s Motion to Submit Claim to Mediation and adding the IPSD as co-representatives of the Putative Class.

3. On April 13, 2020, CPS withdrew its Motion to Submit Claim for Mediation [ECF No. 1036] and the IPSD filed a Motion to Submit Claims to Mediation (the “**IPSD Motion**”) [ECF No. 1038], which was substantially identical to the Motion filed by CPS on March 30, 2020, as well as a Motion to Shorten Time [ECF No. 1039].

4. Following discussion and negotiation, and in an effort to avoid litigation on the IPSD Motion, the Debtors, the Ad Hoc Committee, the Non-Consenting States Group, the Official Creditors’ Committee, and the IPSD (collectively, the “**Parties**”) have, subject to Court approval, agreed to resolve the IPSD Motion, and the IPSD has agreed to withdraw its Motion, without prejudice, on the terms set forth in this Stipulation.

AGREEMENT

5. The Parties agree as follows:

² The “Independent Public School Districts” or “IPSD” are, collectively, the Board of Education of Thornton Township High Schools, Illinois District No. 205; The Board of Education of Thornton Fractional Township High Schools, Illinois District No. 215; and The Board of Education of East Aurora, Illinois School District No. 131.

- a. The IPSD agree to be bound by the mediation rules and confidentiality, and any other pertinent provisions, as articulated in the Mediation Order.
- b. The IPSD will have the opportunity to present to the Mediators³ on their claims and related issues on a confidential basis.
- c. The IPSD understands that it may be useful to share their mediation presentation with the Mediation Parties and may do so with respect to some or all such Mediation Parties in the future.
- d. Following the IPSD presentation to the Mediators, the Mediation Parties and/or the IPSD may discuss with the Mediators what role the IPSD may play in the mediation process beyond what is set forth in this Stipulation.
- e. The Ad Hoc Committee, the Non-Consenting States, and the IPSD agree to reasonably coordinate with each other to the extent practicable, which may include sharing expert reports, in each case subject to appropriate protections for confidentiality and privilege, in connection with any determination of the magnitude of the overall public-side claims in connection with the mediation.
- f. For purposes of its participation in the Mediation as set forth in this so-ordered stipulation, the IPSD (and any Putative Class) shall be considered public claimants.
- g. The IPSD Motion and related motion to shorten time are each hereby withdrawn, without prejudice.

6. This Stipulation shall not be deemed to constitute a determination whether or not the IPSD should become a Mediation Party or an Additional Party.

³ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Mediation Order.

7. Other than as set forth above, all Parties' rights (including the rights of all Mediation Parties) are reserved with respect to (1) the claims asserted by the IPSD, and (2) the Putative Class.

IN WITNESS WHEREOF, this Stipulation has been executed and delivered as of the day and year first below written.

Dated: April 21, 2020
New York, New York

DAVIS POLK & WARDWELL LLP

By: /s/ James I. McClammy

Marshall S. Huebner
Benjamin S. Kaminetzky
Timothy Graulich
James I. McClammy
Eli J. Vonnegut
450 Lexington Ave
New York, New York 10017
Tel: (212) 450-4000
Fax: (212) 701-5800

Counsel to the Debtors and Debtors in Possession

AKIN GUMP STRAUSS HAUER & FELD LLP

By: /s/ Arik Preis

Ira S. Dizengoff
Arik Preis
Mitchell Hurley
Sara L. Brauner
One Bryant Park
New York, New York 10036
Tel: (212) 872-1000

Counsel to the Official Committee of Unsecured Creditors of Purdue Pharma L.P., et al.

PILLSBURY WINTHROP SHAW PITTMAN LLP

By: /s/ Andrew Troop

Andrew M. Troop
31 West 52nd Street
New York, New York 10019
Tel: (212) 858-1660
andrew.troop@pillsburylaw.com

Counsel to the Ad Hoc Group of Non-Consenting States

KRAMER LEVIN NAFTALIS &
FRANKEL LLP

By: /s/ Kenneth Eckstein
Kenneth H. Eckstein
David E. Blabey Jr.
Rachael Ringer
1777 Avenue of the Americas
New York, New York 10036
Tel: (212) 715-9100

-and-

BROWN RUDNICK LLP

David J. Molton
Steven D. Pohl
7 Times Square
New York, New York 10036
Tel: (212) 209-4800

-and-

GILBERT LLP

Scott D. Gilbert
Craig Litherland
Kami E. Quinn
1100 New York Avenue, NW
Suite 700
Washington, DC 20005
Tel: (202) 772-2200

-and-

OTTERBOURG P.C.

Melanie L. Cyganowski
Jennifer S. Feeney
230 Park Avenue
New York, New York 10169
Tel: (212) 661-9100

*Counsel to the Ad Hoc Committee of
Governmental and other Contingent Litigation
Claimants*

HENRICHSEN SIEGEL, P.L.L.C.

By: /s/ Chiung-Hui Huang

Chiung-Hui Huang
225 Broadway, Suite 1803
New York, NY 10007
(646) 378-4421
chuang@hslawyers.com

Neil L. Henrichsen (pro hac vice applied for)
DC Bar No. 420277
Dawn C. Stewart (pro hac vice applied for)
DC Bar No. 458555
1440 G Street, NW
Washington, DC 20005
Tele: (202) 423-3649
Fax: (202) 379-9792
nhenrichsen@hslawyers.com
dstewart@hslawyers.com

-and-

MEHRI & SKALET, PLLC

Cyrus Mehri (pro hac vice applied for)
D.C. Bar No. 420970
Aisha Rich (pro hac vice applied for)
Pennsylvania Bar No. 326042
1250 Connecticut Ave., NW
Washington, D.C. 20036
T: (202) 822-5100
F: (202) 822-4997
cmehri@findjustice.com
arich@findjustice.com

HUGHES SOCOL PIERS RESNICK & DYM,
LTD.

Matthew J. Piers (*pro hac vice*)
Illinois Bar No. 2206161
Charlie D. Wysong (*pro hac vice*)
Illinois Bar No. 6310536
Margaret E. Truesdale (*pro hac vice*)
Illinois Bar No. 6327706
Emily R. Brown (*pro hac vice*)
Illinois Bar No. 6317051
Mark Dym (pro hac vice applied for)
Illinois Bar No. 6182623
70 West Madison Street, Suite 4000
Chicago, Illinois 60602
T: (312) 604-2630
F: (312) 604-2631
mpiers@hsplegal.com
cwysong@hsplegal.com
mtruesdale@hsplegal.com
ebrown@hsplegal.com

-and-

HIMES PETRARCA & FESTER, CHTD.

Justino D. Petrarca (*pro hac vice*)
Illinois Bar No. 6183422
Two Prudential Plaza, Suite 3100
180 North Stetson
Chicago, Illinois 60601
T: (312) 565-3100
F: (312) 565-0000
jpetrarca@edlawyer.com

*Counsel to the Independent Public School
Districts*

So Ordered;

Dated: April __, 2020

White Plains, New York

THE HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE